FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 10/19/2001 at 03:35PM
		File Number: 0000634855

1) Application Purpose: Transfer of Control	
2a) If this request is for an Amendment or Withdrawal, enter the File Number of the pending application currently on file with the FCC.	File Number:
2b) File numbers of related pending applications currently on file with the FCC:	

Type of Transaction

- 3a) Is this a pro forma assignment of authorization or transfer of control? No
- 3b) If the answer to Item 3a is 'Yes', is this a notification of a pro forma transaction being filed under the Commission's forbearance procedures for telecommunications licenses?
- 4) For assignment of authorization only, is this a partition and/or disaggregation?
- 5) Does this filing request a waiver of the Commission's rules? No
- 6) Are attachments being filed with this application? Yes
- 7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? Yes
- 7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? Yes

Transaction Information

- 8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.
- 9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10a) Taxpayer Identification Number:	061520872	10b) SGIN: 000	10c) FCC Registration Number (FRN):0003572120	
11) First Name (if individual): MI:		Last Name:	Suffix:	
12) Entity Name (if not an individual):	TeleCorp PCS	, L.L.C.		
13) Attention To: Thomas Sullivan				
14) P.O. Box:	P.O. Box: And / Or 15) Street Address: 1010 N. Glebe			
16) City: Arlington		17) State: VA	18) Zip: 22201	
19) Telephone Number: (703)236-1100		20) FAX: (703)236-1101		
21) E-Mail Address: tsullivan@teleco	rp1.com			

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Race:	American Indian or Alaska Native:	Asian:		Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:	mandada da		

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Number: A00002250		23b) SGIN: 000	23c) FCC Registration Number (FRN):		
24) First Name (if individual): MI:		Last Name:	Suffix:		
25) Entity Name (if not an individual):	TeleCorp PCS, Inc.				
26) P.O. Box: And / Or		27) Street Address:	1010 N. Glebe Road, Suite 800		
28) City: Arlington		29) State: VA 30) Zip: 22201			
31) Telephone Number: (703)236-1100		32) FAX: (703)236-1101			
33) E-Mail Address: tsullivan@teleco	orp1.com				

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: Eric	MI: W	Last Name: DeSilva	Suffix:		
35) Company Name: Wiley, Rein	& Fielding				
36) P.O. Box:	And / Or	37) Street Address: 1776 K Street, NW			
38) City: Washington		39) State: DC 40) Zip: 20006			
41) Telephone Number: (202)719-3182		42) FAX: (202)719-4969			
43) E-Mail Address: edesilva@w	rf.com		***************************************		

Assignee/Transferee Information

44) The Assignee is a(n): Corporat	ion				
45a) Taxpayer Identification Numbe	er: 911379052	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0004122032		
6) First Name (if individual): MI:		Last Name:	Suffix:		
47) Entity Name (if other than indivi	dual): AT&T Wire	less Services, Inc	•		
48) Name of Real Party in Interest:			49) TIN:		
50) Attention To:					
51) P.O. Box:	And / Or	52) Street Addre	ss: 1150 Connecticut Avenue, N.W., 4th Floor		
53) City: Washington		54) State: DC	55) Zip: 20036		
56) Telephone Number: (202)223-9222		57) FAX: (202)223-9095			
58) E-Mail Address:					

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: David	MI: C	Last Name: Jatlow	Suffix:			
60) Company Name: AT&T Wireless Services, Inc.						
61) P.O. Box:	1) P.O. Box: And / Or 62) Street Address: 1150 Connecticut Avenue, NW, 4th Floor					
63) City: Washington		64) State: DC	65) Zip: 20036			
66) Telephone Number: (202)223-9222		67) FAX: (202)223-9095				
68) E-Mail Address: david.jat	low@attws.com					

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Assignor/Transferor Certification Statements

transferred until required because	I the consent o se the transac	certifies either (f the Federal Cor tion is subject to See <i>Memorandu</i>	nmunications of streamlined no	Commission potification p	n has beer rocedures	n given, or (2 for <i>pro form</i>	2) that prior na assignme	Commission	consent is	
2) The Assigno	r or Transfero	certifies that all	statements ma	ade in this a	pplication	and in the	exhibits, att	achments, o	r in docum	ents

2) The Assignor or Transferor certifies	that all statements made in	this application and in t	ne exhibits, attachments	, or in documents
incorporated by reference are materia	l, are part of this application	and are true, complete.	. correct, and made in go	od faith.
	·	F	,	

79) Typed or Printed Name of Party Au	thorized to Sign		
First Name: Thomas	MI: H	Last Name: Sullivan	Suffix:
80) Title: President			
Signature: Thomas H Sullivan		81) Date: 10/19/01	

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for *pro forma* assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- *If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: Douglas	MI: I	Last Name: Brandon	Suffix:
83) Title: Vice President			
Signature: Douglas I Brandon		84) Date: 10/19/01	
WILLFUL FALSE STATEMENTS MADE IMPRISONMENT (U.S. Code, Title 18, S PERMIT (U.S. Code, Title 47, Section 3	ection 1001) AND/O	R REVOCATION OF ANY STATION L	ICENSE OR CONSTRUCTION

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only)	89) Lower or Center Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
KNLG381	AL					Yes
KNLG462	AL					Yes
KNLG500	AL					Yes
KNLG575	AL	•	•			Yes
WPOI215	AL	•				Yes
WPOI217	AL					Yes
KNLG376	AL					Yes
KNLG455	AL					Yes
KNLG860	AL					Yes
KNLG862	AL	•				Yes
KNLG866	AL	•			v.	Yes
WPQY736	AL	•				Yes
WPQY737	AL	-				Yes
KNLG476	AL					Yes
KNLG477	AL	•				Yes
WPOI212	AL					Yes
WPOI213	AL	-				Yes
KNLG423	AL.	•				Yes
KNLG430	AL					Yes
KNLG432	AL	•				Yes
KNLG550	AL					Yes

FCC Form 603 Schedule A

Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services

Approved by OMB 3060 - 0800 See instructions for public burden estimate

Assignments of Authorization

1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

Is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

If 'Yes', is the Assignee applying for installment payments?

2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:
(oditority	a management of management of	e se	

3) Certification Statements

For Assignees Claiming Eligibility as an Entrepreneur Under the General Rule

Assignee certifies that they are eligible to obtain the licenses for which they apply.

For Assignees Claiming Eligibility as a Publicly Traded Corporation

Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

For Assignees Claiming Eligibility Using a Control Group Structure

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Very Small Business, Very Small Business Consortium, Small Business, or as a Small Business Consortium

Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

Attachment List

Attachment Type	Date	Description	Contents
Other	10/19/01	Ex. I: Public Interest Statement	0176975744191608358515434.pdf
Other	10/19/01	Ex. II: Unjust Enrichment	0176975754191608358515434.pdf
Other	10/19/01	Ex. II: Unjust Enrichment Schedules A-G	0176975764191608358515434.pdf
Other	10/19/01	Ex. III: Merger Agreement	0176975774191608358515434.pdf
Other	10/19/01	Ex. IV: FCC Form 602	0176975784191608358515434.pdf

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FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 10/19/2001 at 03:42PM
		File Number: 0000634859

Application Purpose: Transfer of Control

 Application Purpo

2b) File numbers of related pending applications currently on file with the FCC:

Type of Transaction

- 3a) Is this a pro forma assignment of authorization or transfer of control? No
- 3b) If the answer to Item 3a is 'Yes', is this a notification of a *pro forma* transaction being filed under the Commission's forbearance procedures for telecommunications licenses?
- 4) For assignment of authorization only, is this a partition and/or disaggregation?
- 5) Does this filing request a waiver of the Commission's rules? No
- 6) Are attachments being filed with this application? Yes
- 7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? Yes
- 7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? Yes

Transaction Information

- 8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.
- 9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

1I: Holding C	Last Name:	Suffix:
Holding C		Julian.
voiging c	orp.	
	Aug	
nd / Or	15) Street Address	s: 1010 N Glebe Road, Suite 800
	17) State: VA	18) Zip: 22201
	20) FAX: (703)236	i-1101

_	nd / Or	17) State: VA

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Transferor Information (for transfers of control only)

00002250	23b) SGIN: 000	23c) FCC Registration Number (FRN):
MI:	Last Name:	Suffix:
leCorp PCS, Inc.		
And / Or	27) Street Address	: 1010 N. Glebe Road, Suite 800
	29) State: VA	30) Zip: 22201
	32) FAX: (703)236	-1101
o1.com		
	MI: leCorp PCS, Inc. And / Or	MI: Last Name:

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: Eric	MI: W	Last Name: DeSilva	Suffix:
35) Company Name: Wiley, Rein	& Fielding		
36) P.O. Box:	And / Or	37) Street Address: 1776 K S	Street, NW
38) City: Washington	A STATE OF THE STA	39) State: DC	40) Zip: 20006
41) Telephone Number: (202)719	-3182	42) FAX: (202)719-4969	
43) E-Mail Address: edesilva@w	rf.com		

Assignee/Transferee Information

44) The Assignee is a(n): Corporati	ion		
45a) Taxpayer Identification Numbe	er: 911379052	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0004122032
46) First Name (if individual):	MI:	Last Name:	Suffix:
47) Entity Name (if other than individ	dual): AT&T Wire	less Services, Inc	•
48) Name of Real Party in Interest:			49) TIN:
50) Attention To:			
51) P.O. Box:	And / Or	52) Street Addre	ss: 1150 Connecticut Avenue, N.W., 4th Floor
53) City: Washington		54) State: DC	55) Zip: 20036
56) Telephone Number: (202)223-9	222	57) FAX: (202)2	23-9095
58) E-Mail Address:			

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: David	MI: C	Last Name: Jatlow	Suffix:
60) Company Name: AT&T V	Vireless Services,	Inc.	
61) P.O. Box:	And / Or	62) Street Address: 1150 Conn	ecticut Avenue, NW, 4th Floor
63) City: Washington		64) State: DC	65) Zip: 20036
66) Telephone Number: (202)	223-9222	67) FAX: (202)223-9095	
68) E-Mail Address: david.ja	tiow@attws.com		

Alien Ownership Questions

•	
69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:		
Gender:	Female:	Male:		

Assignor/Transferor Certification Statements

1) The Assignor or	Transferor certifies	either (1) that the autho	rization will not be as	signed or that control	of the license will not be
transferred until the	consent of the Fede	eral Communications Co	ommission has been	given, or (2) that prior	Commission consent is not
required because t	he transaction is sub	ject to streamlined noti	fication procedures f	or <i>pro forma</i> assignme	ents and transfers by
telecommunication	s carriers. See Mem	orandum Opinion and (Order, 13 FCC Rcd. (5293(1998).	
2) The Assignor or	Transferor certifies	hat all statements mad	e in this application a	and in the exhibits, att	achments, or in documents
incomprated by ref	erence are material	are part of this applicat	tion and are true co	molete correct and r	nade in good faith

ncorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.						
79) Typed or Printed Name of Party Authorized to	o Sign					
First Name: Thomas	MI: H	Last Name: Sullivan		Suffix:		

First Name: Thomas

80) Title: President

		_
ignature: Thomas H Sullivan 81	I) Date: 10/19/01	

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
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- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- *If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: Douglas	MI: 1	Last Name: Brandon	Suffix:
83) Title: Vice President			
Signature: Douglas I Brandon 84) Date: 10/19/01			
WILLFUL FALSE STATEMENTS MADE (IMPRISONMENT (U.S. Code, Title 18, Se PERMIT (U.S. Code, Title 47, Section 31	ection 1001) AND/O	R REVOCATION OF ANY STATION L	ICENSE OR CONSTRUCTION

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WPOI255	AL				Yes
WPO1256	AL				Yes
WPO1257	AL				Yes
WPOI258	AL		•		Yes
WPOI259	AL				Yes
KNLG350	AL				Yes
KNLG288	AL				Yes

FCC Form 603 Schedule A	Schedule for Assignments of Authorization and Transfers of Control in Auctioned Services	Approved by OMB 3060 - 0800 See instructions for public burden estimate
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Assignments of Authorization

1) Assignee Eligibility for Installment Payments (for assignments of authorization only)

is the Assignee claiming the same category or a smaller category of eligibility for installment payments as the Assignor (as determined by the applicable rules governing the licenses issued to the Assignor)?

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2) Gross Revenues and Total Assets Information (if required) (for assignments of authorization only)

Refer to applicable auction rules for method to determine required gross revenues and total assets information

Year 1 Gross Revenues (current)	Year 2 Gross Revenues	Year 3 Gross Revenues	Total Assets:	
(00)			Į.	

3) Certification Statements

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Assignee certifies that they are eligible to obtain the licenses for which they apply and that they comply with the definition of a Publicly Traded Corporation, as set out in the applicable FCC rules.

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Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

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Assignee certifies that they are eligible to obtain the licenses for which they apply.

Assignee certifies that the applicant's sole control group member is a pre-existing entity, if applicable.

For Assignees Claiming Eligibility as a Rural Telephone Company

Assignee certifies that they meet the definition of a Rural Telephone Company as set out in the applicable FCC rules, and must disclose all parties to agreement(s) to partition licenses won in this auction. See applicable FCC rules.

Transfers of Control

4) Licensee Eligibility (for transfers of control only)

As a result of transfer of control, must the licensee now claim a larger or higher category of eligibility than was originally declared?

If 'Yes', the new category of eligibility of the licensee is:

Certification Statement for Transferees

Transferee certifies that the answers provided in Item 4 are true and correct.

Attachment List

Attachment Type	Date	Description	Contents
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Other	10/19/01	Ex. II: Unjust Enrichment	0176975806655847334583746.pdf
Other	10/19/01	Ex. II: Unjust Enrichment Schedules A-G	0176975816655847334583746.pdf
Other	10/19/01	Ex. III: Merger Agreement	0176975836655847334583746.pdf
Other	10/19/01	Ex. IV: FCC Form 602	0176975846655847334583746.pdf

ALL-STAFE*LEGAL 800-222-0510 ED11-AC RECYCLED



Wiley Rein & Fielding LLP

Stamp and Return

1776 K STREET NW
WASHINGTON, DC 20006
PHONE 202.719.7000
FAX 202.719.7049

Virginia Office
7925 JONES BRANCH DRIVE
SUITE 6200
McLEAN, VA 22102
PHONE 703.905.2800
FAX 703.905.2820

www.wrf.com

October 22, 2001

BY HAND DELIVERY

Ms. Magalie Roman Salas, Secretary Federal Communications Commission 425 12th Street, SW-The Portals Washington, D.C. 20554 Eric W. DeSilva 202.719.3182 edesilva@wrf.com

COLIVED

22 2001

Re: Application for Transfer of Control of Tritel A/B Holding Corp. from TeleCorp PCS, Inc. to AT&T Wireless Services LLC

Dear Ms. Salas:

Please find enclosed a manually filed original and copy FCC Form 603 application for Commission consent to the transfer of control of a certain license from Tritel A/B Holding Corp. ("Tritel A/B") from TeleCorp PCS, Inc. to AT&T Wireless Services, Inc. (collectively, the "applicants"). Because this license is not presently licensed to Tritel A/B in the Commission's Universal Licensing System, the applicants have no means to file this application electronically. Under these circumstances, the applicants are seeking a waiver of the electronic filing rule, 47 C.F.R. §1.913(b), to permit this application to be filed manually. The applicants have included, as an attachment to the application, a detailed waiver request.

Should any questions arise concerning this filing, please contact the undersigned at (202) 719-3182.

Respectfully yours,

Eric W. DeSilva

Enclosure

FCC 603⁻ Main Form

19) Telephone Number:703.236.1100

tsullivan@telecorp1.com

21) E-Mail Address:

FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control

Approved by OMB 3060 - 0800 See instructions for public burden estimate

	•	and Tra	ansfe	rs of Con	trol				den estimate
AA Assissment of Authorization			<u> </u>		B				
AA - Assignment of Authorization. TC - Transfer of Control	AM - Amendment WD - Withdrawal		EX-R	equired Noti equest for E	fication (for Cons extension of Time	summation of the consumer of t	of Assignment on nmate Assignm	or Transfer) ent or Transf	er)
2a) If this request is for an Amendment on file with the FCC.	nt or Withdrawal, enter t	he File N	umber o	of the pendin	g application cur	rently	File N	lumber:	
2b) File numbers of related pending a	pplications currently on	file with th	ne FCC	:					
pe of Transaction									
3a) Is this a pro forma assignment of	authorization or transfer	of contro	N?		· · · · · · · · · · · · · · · · · · ·		<u></u>	(N) <u>Y</u> ≪	No No
3b) If the answer to Item 3a is 'yes', is Commission's forbearance proces				tion being fil	ed under the			() <u>Y</u> e≈	. <u>N</u> o
4) For assignments of authorization	only, is this a partition ar	nd/or disa	ggregai	tion?		· · · · · · · · · · · · · · · · · · ·		() <u>Y</u> e≈	No No
5) Does this filing request a waiver of	of the Commission's rule	s ?						(Y) <u>Y</u> ⇔	. <u>N</u> o
6) Are attachments being filed with t	his application?							(Y) <u>Y</u> e	. <u>N</u> o
7a) Does the transaction that is the si licenses held by the assignor/tran or commonly controlled entities) the	sferor or affiliates of the	assignor	/transfe	ror (e.g., par	ents, subsidiarie	s,		(Y) <u>Y</u> e	s <u>N</u> o
7b) Does the transaction that is the si non-wireless licenses that are not						1?		(Y) <u>Y</u> e	s <u>N</u> o
ransaction information						<u> </u>			
8) How will the assignment of author	rization or transfer of co	ntrol be a	ccompli	shed? Selec	t One: (S)				
Sale or other assignment or trans	ifer of stock		<u>C</u> ourt (Order					
Other (voting trust agreement, ma	anagement contract, etc.	.):							<u> </u>
If required by applicable rule, atta agreements, instruments, certified			ow cont	rol is to be a	ssigned or trans	ferred, along	g with copies of	any pertinen	t contracts,
9) The assignment of authorization (or transfer of control of l	icense is:	:				(V)	<u>√</u> olun tar y <u>i</u> n	voluntary
icensee/Assignor Information									
10a) Taxpayer Identification Number:					- 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1 - 1	10b) SG	SIN:	·	
64-0896429			1 440	T i and Name		L			10.5
11) First Name (if individual):			Mi:	Last Nam	B.				Suffix:
12) Entity Name (if not an individual):				<u>. </u>					
Tritel A/B Holding Corp.				·					
13) Attention To:									
Thomas Sullivan 14) P.O. Box:		1 15	Street	et Address:					
17) 170 GUA	i i		•		ad, Suite 80	0			
16) City:					17) State:		18) Zip:		· · · · · · · · · · · · · · · · · · ·
Arlington					VA		22201		

20) FAX:

703.236.1101

Race:	American Indian or A Native:	laska Asian:			Black Ameri	or African	-	Native Hawaiia Pacific Islander		White:	
Ethnicity:	Hispanic or Latino:	Not Hispa Latino:	anic or								
Gender:	Female:	Male:									
	Information (for tra- er Identification Number		ily)					1 225) 60			
		•						23b) SG	il Ni		
10000225 4) First N	ame (if individual):				MI:	Last Na	me:				Suffix:
.,				1]	OUIID.
5) Entity	Name (if other than indiv	idual):		<u></u>							
eleCorp	PCS, Inc.			•							
5) P.O. B			And	27) S	treet A	vddress:					
			/Or	1010	N. G	lebe Ro	ad, Suite	800			
B) City:							29) State:		30) Zip:		
Arlington							VA		22201		
1) Teleph	one Number:					32) FAX	Ć:				
03.236.1						703.23	5.1101				
3) E-Mail	Address:			· -							
sullivan(@telecorp1.com										
ame of Tr	ansferor Contact R	epresentative (if o	other th	an Tran	sfero	r) (for tra	insfers of c	control only)			
4) First N	lame:			1	MI:	Last Na	me:				Suffix:
Eric				\ \	N	DeSilv	'a				
5) Comp	any Name:						·				
Niley Re	in & Fielding, LLP	•									
6) P.O. B			And	37) S	treet /	Address:					
			/Or	1776	K St	reet, NV	N				
8) City:							39) State	B:	40) Zip:		
Nashing							DC		20006		
1) Teleph	none Number:					42) FA	K :				
202.719.3						202.71	9.4969	·			
3) E-Mai	Address:										
edesilva(@wrf.com								 		
ssignee/1	Fransferee Informat	tion									
4) Assign	nee is a(n): (C)	•	Unincorp Limited L				Trust Partner		remment Entity	Join	t Venture
Sa) Tayno	yer Identification Number							45b) SC			
		- •						133, 30	1		
91-13790 6) First N	loz Name (if individual):				MI:	Last Na	me:				Suffix:
_,				1							
7) Entity	Name (if other than indi	vidual):	····	1		<u> </u>		<u></u>			L
-	reless Services, I										
	of Real Party in Interes							49) TIN			
	-										
0) Attent	ion To:										

22) Ra. Ethnicity, and Gender of Assignor/Licensee (Optional):

Douglas I. Brandon

51) 1	P.O. Box	And	52)	Street	Address:	· · · · · · · · · · · · · · · · · · ·			
		/Or	1150	Con	necticu	t Avenue, N.W., 4	th Floor		
53)	City:					54) State:	55) Zlp:		
Was	shington					DC	20036		
56)	Telephone Number:				57) FAX	•			
202	.223.9222			}	202.223	3.9095			
58)	E-Mail Address:								
	A.*								
-									
Nam	of Assignee/Transferee Contact Represe	ntative	(if oth	er tha	n Assign	ee/Transferee)			
59)	First Name:			MI:	Last Na	arne:		Suf	fix:
Day	rid			c	Jatlov	N			
	Company Name:				1				
AT	LT Wireless Services, Inc.								
	P.O. Box	And	62)	Street	Address:				
		/Or	1150) Cor	necticu	it Avenue, N.W., 4	Ith Floor		
63)	City:	<u> </u>	1			64) State:	65) Zip:		
We	shington					DC	20036		
	Telephone Number:				67) FA		20030		
, i	.223.9222				202 22	3.9095			
	E-Mail Address:				202.22				····
Oav	rid.jatlow@attws.com								
A 12	Ownership Questions								
VIII	Ownership Questions								
69)	Is the Assignee or Transferee a foreign government of	or the rep	xesenta	tive of	any foreigi	n government?		(N) <u>Y</u> es	<u>N</u> o
70)	is the Assignee or Transferee an alien or the represen	ntative of	f an alie	n?				(N) <u>Y</u> es	<u>N</u> o
71)	Is the Assignee or Transferee a corporation organized	d under 1	the laws	of any	foreign go	overnment?		(N) <u>Y</u> es	<u>N</u> o
72)	Is the Assignee or Transferee a corporation of which	more tha	an one-f	ifth of t	the capital	stock is owned of reco	rd or voted		
,	by aliens or their representatives or by a foreign gover								
	under the laws of a foreign country?							(N) <u>Y</u> es	<u>N</u> o
73)	Is the Assignee or Transferee directly or indirectly co								
	the capital stock is owned of record or voted by aliens thereof, or by any corporation organized under the law					reign government or re	presentative	(N) <u>Y</u> es	No
	If 'Yes', attach exhibit explaining nature and extent of					troi.		(14) <u>T</u> ⇔	<u>14</u> 0
<u> </u>									
Basi	c Qualification Questions								
74)	Has the Assignee or Transferee or any party to this a permit revoked or had any application for an initial, m								
	permit denied by the Commission?						,	(N) <u>Y</u> es	<u>N</u> o
	If 'Yes', attach exhibit explaining circumstances.						** <u>*</u>		
75)	Has the Assignee or Transferee or any party to this a	pplicatio	on, or an	y party	directly or	indirectly controlling th	ne Assignee or		
	Transferee, or any party to this application ever been	convicte	ed of a fo	elony b	y any stati	e or federal court?		(N) <u>Y</u> es	<u>N</u> o
<u></u>	If 'Yes', attach exhibit explaining circumstances.							 	
76)	Has any court finally adjudged the Assignee or Trans								
	Transferee guilty of unlawfully monopolizing or attern indirectly, through control of manufacture or sale of re								
	or unfair methods of competition?		,			. g		(N) <u>Y</u> es	<u>N</u> o
	If 'Yes', attach exhibit explaining circumstances.								
77)	Is the Assignee or Transferee, or any party directly o	r indirec	tty contr	olling t	he Assign	ee or Transferee currer	ntty a party		
	in any pending matter referred to in the preceding two	o items?	•					(N) <u>Y</u> es	<u>N</u> o
1	If 'Yes', attach exhibit explaining circumstances.								

Race:	American Indian or Alaska Native:	Asian:	Black or African- American:	Native Hawailan or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latinox	Not Hispanic or Latino:			
Gender:	Formelex	Male:			

Assignar/Transferor Certification Statements

1)	The Assignor or Transferor cartiles either (1) that the authorization will in Communications Communication has been given, or (2) that prior Commissionscadures for pro forms sweignments and transfers by lalecommunication	lan aanee	nt is not required because the transaction is subject to st	reamlined	notification
2)	The Assignor or Transferor cartifes that all statements made in this applipant of this application, and are true, complete, correct, and made in good		d in the exhibits, effectments, or documents vicorporate	d by referen	nce are material, ere
79)	Typed or Printed Name of Party Authorized to Sign				
Ples	Name:	Mi:	Last Name:		Suffic
_		1			
_771	omas	<u> </u>	Sullivan	i	
•	Title:				
خننا	neture:			81) Da	ste:

Assignoe/Transferee Certification Statements

- The Assignee or Transfered certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to stresmired notification procedures for pro-forme sestignments and transfers by telecommunications centers. See Memorandum Opinion and Order, 13 PCC Red, 6293 (1996)
- 2) The Assigness or Transières walves any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United Status because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assigned or Transfered outlifies that grant of this application would not cause the Assigned or Transfered to be in violation of any perturent cross-ownership, attribution, or seactiving cap rule."
 - If the applicant has sought a weiver of any such rule in connection with this application, it may make this certification subject to the outcome of the weiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assigner or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any ext done by, or any right accrued by, or any suit or proceeding had or pommenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferse curifices that all eterements made in this application and in the exhibits, attachments, or documents incorporated by reference are material, are part of this application, and ere true, complete, correct, and made in good faith.
- 6) The Audignee or Transferee certifies that neither it not any other perty to the application is subject to a deniet of Federal benefits purposed to Section 5301 of the Anti-Drug Abuse Act of 1986, 21 U.S.C. § 682, because of a conviolish for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" or used in this certification.
- 7) The applicant cariffes that it either (1) has an updated Form 802 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 802 under the Commission's Rules.

44) Typedior Printed Name of Party Authorized to Sig	<i>??</i> ?		
First Name:	\ ewi:	Cast Name:	Suffix
Douglas	1	Brandon	
83) Title:			
Vice President			
Signature:			84) Date:
			10/19/01
WILLFUL FALSE STATEMENTS MADE ON THIS FORM OR A TITLE 18, Section 1001) AND/OR REVOCATION OF ANY STAT AND/OR FORFEITURE (U.S. Code, Title 47, Section 503).			

Authenizations To Be Assigned or Transferred

85) Call Sign	86) Location Number	87) Path Number (Microwave only)	88) Lower or Center Frequency (MHz)	89) Upper Frequency (MHz)	90) Constructed Yes / No
ile No. 0000505527	See Ex. V		B Block		N
Application request	s a disaggregation (of WPOH940 and n	call sign for the disag	gregation has been	
ssigned.					
· · · · · · · · · · · · · · · · · · ·					

•

GBTT-088 . M. 408 | Supplementary auto-state | Supplementary |

FCC 603	FCC Wireless Telecommunications Bureau Application for Assignments of Authorization and Transfers of Control	Approved by OMB 3060 - 0800 See instructions for public burden estimate
		Submitted 10/19/2001 at 03:43PM
		File Number: 0000634866

Application Purpose: Transfer of Control

 Application Purpo

Type of Transaction

- 3a) Is this a pro forma assignment of authorization or transfer of control? No
- 3b) If the answer to Item 3a is 'Yes', is this a notification of a *pro forma* transaction being filed under the Commission's forbearance procedures for telecommunications licenses?
- 4) For assignment of authorization only, is this a partition and/or disaggregation?
- 5) Does this filing request a waiver of the Commission's rules? No
- 6) Are attachments being filed with this application? Yes
- 7a) Does the transaction that is the subject of this application also involve transfer or assignment of other wireless licenses held by the assignor/transferor or affiliates of the assignor/transferor(e.g., parents, subsidiaries, or commonly controlled entities) that are not included on this form and for which Commission approval is required? Yes
- 7b) Does the transaction that is the subject of this application also involve transfer or assignment of non-wireless licenses that are not included on this form and for which Commission approval is required? **Yes**

Transaction Information

- 8) How will assignment of authorization or transfer of control be accomplished? Sale or other assignment or transfer of stock If required by applicable rule, attach as an exhibit a statement on how control is to be assigned or transferred, along with copies of any pertinent contracts, agreements, instruments, certified copies of Court Orders, etc.
- 9) The assignment of authorization or transfer of control of license is: Voluntary

Licensee/Assignor Information

10a) Taxpayer Identification Number:	640896430	10b) SGIN: 000	10c) FCC Registration Number (FRN):
11) First Name (if individual):	MI:	Last Name:	Suffix:
12) Entity Name (if not an individual):	Tritel C/F Holding C	orp.	
13) Attention To: Thomas Sullivan	70.70		
14) P.O. Box:	And / Or	15) Street Address	s: 1010 N. Glebe Road, Suite 800
16) City: Arlington		17) State: VA	18) Zip: 22201
19) Telephone Number: (703)236-110	0	20) FAX: (703)236	6-1101
21) E-Mail Address: tsullivan@teleco	orp1.com		

22) Race, Ethnicity, Gender of Assignor/Licensee (Optional)

Mace.	American Indian or Alaska Native:	Asian:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:		;
Gender:	Female:	Male:		

Transferor Information (for transfers of control only)

23a) Taxpayer Identification Number:	A00002250	23b) SGIN: 000	23c) FCC Registration Number (FRN):
24) First Name (if individual):	MI:	Last Name:	Suffix:
25) Entity Name (if not an individual):	TeleCorp PCS, Inc.		
26) P.O. Box:	And / Or	27) Street Address	: 1010 N. Glebe Road, Suite 800
28) City: Arlington		29) State: VA	30) Zip: 22201
31) Telephone Number: (703)236-110	0	32) FAX: (703)236-	1101
33) E-Mail Address: tsullivan@teleco	orp1.com		

Name of Transferor Contact Representative (if other than Transferor) (for transfers of control only)

34) First Name: Eric	MI: W	Last Name: DeSilva	Suffix:
35) Company Name: Wiley, Rein	& Fielding		
36) P.O. Box:	And / Or	37) Street Address: 1776 K \$	Street, NW
38) City: Washington		39) State: DC	40) Zip: 20006
41) Telephone Number: (202)719	-3182	42) FAX: (202)719-4969	
43) E-Mail Address: edesilva@w	rf.com		

Assignee/Transferee Information

44) The Assignee is a(n): Corporati	ion			
45a) Taxpayer Identification Numbe	r: 911379052	45b) SGIN: 000	45c) FCC Registration Number (FRN): 0004122032	
46) First Name (if individual): MI:		Last Name:	Suffix:	
47) Entity Name (if other than individ	dual): AT&T Wire	eless Services, Inc		
48) Name of Real Party in Interest:			49) TIN:	
50) Attention To:				
51) P.O. Box:	And / Or	52) Street Address: 1150 Connecticut Avenue, N.W., 4th Floor		
53) City: Washington		54) State: DC	55) Zip: 20036	
56) Telephone Number: (202)223-9222		57) FAX: (202)223-9095		
58) E-Mail Address:				

Name of Assignee/Transferee Contact Representative (if other than Assignee/Transferee)

59) First Name: David	MI: C	Last Name: Jatlow	Suffix:		
60) Company Name: AT&T V	Vireless Services,	Inc.			
61) P.O. Box:	61) P.O. Box: And / Or 62) Street Address: 1150 Connecticut Avenue, NW, 4th Floor				
63) City: Washington		64) State: DC	65) Zip: 20036		
66) Telephone Number: (202)	223-9222	67) FAX: (202)223-9095			
68) E-Mail Address: david.jat	tlow@attws.com				

Alien Ownership Questions

69) Is the Assignee or Transferee a foreign government or the representative of any foreign government?	No
70) Is the Assignee or Transferee an alien or the representative of an alien?	No
71) Is the Assignee or Transferee a corporation organized under the laws of any foreign government?	No
72) Is the Assignee or Transferee a corporation of which more than one-fifth of the capital stock is owned of record or voted by aliens or their representatives or by a foreign government or representative thereof or by any corporation organized under the laws of a foreign country?	No
73) Is the Assignee or Transferee directly or indirectly controlled by any other corporation of which more than one-fourth of the capital stock is owned of record or voted by aliens, their representatives, or by a foreign government or representative thereof, or by any corporation organized under the laws of a foreign country? If 'Yes', attach exhibit explaining nature and extent of alien or foreign ownership or control.	No

Basic Qualification Questions

74) Has the Assignee or Transferee or any party to this application had any FCC station authorization, license or construction permit revoked or had any application for an initial, modification or renewal of FCC station authorization, license, construction permit denied by the Commission? If 'Yes', attach exhibit explaining circumstances.	No
75) Has the Assignee or Transferee or any party to this application, or any party directly or indirectly controlling the Assignee or Transferee, or any party to this application ever been convicted of a felony by any state or federal court? If 'Yes', attach exhibit explaining circumstances.	No
76) Has any court finally adjudged the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee guilty of unlawfully monopolizing or attempting unlawfully to monopolize radio communication, directly or indirectly, through control of manufacture or sale of radio apparatus, exclusive traffic arrangement, or any other means or unfair methods of competition? If 'Yes', attach exhibit explaining circumstances.	No
77) Is the Assignee or Transferee, or any party directly or indirectly controlling the Assignee or Transferee currently a party in any pending matter referred to in the preceding two items? If 'Yes', attach exhibit explaining circumstances.	No

78) Race, Ethnicity, Gender of Assignee/Transferee (Optional)

Race:	American Indian or Alaska Native:	Asian:	Black or African-American:	Native Hawaiian or Other Pacific Islander:	White:
Ethnicity:	Hispanic or Latino:	Not Hispanic or Latino:			
Gender:	Female:	Male:			

Assignor/Transferor Certification Statements

transferred until the consent of the f	ederal Communications subject to streamlined n	thorization will not be assigned or that c Commission has been given, or (2) that totification procedures for <i>pro forma</i> ass d Order, 13 FCC Rcd. 6293(1998).	prior Commission consent is not
		ade in this application and in the exhibication, and are true, complete, correct,	
79) Typed or Printed Name of Party	Authorized to Sign		
First Name: Thomas	MI: H	Last Name: Sullivan	Suffix:
80) Title: President			
Signature: Thomas H Sullivan		81) Date: 10/19/01	

Assignee/Transferee Certification Statements

- 1) The Assignee or Transferee certifies either (1) that the authorization will not be assigned or that control of the license will not be transferred until the consent of the Federal Communications Commission has been given, or (2) that prior Commission consent is not required because the transaction is subject to streamlined notification procedures for pro forma assignments and transfers by telecommunications carriers See Memorandum Opinion and Order, 13 FCC Rcd. 6293 (1998).
- 2) The Assignee or Transferee waives any claim to the use of any particular frequency or of the electromagnetic spectrum as against the regulatory power of the United States because of the previous use of the same, whether by license or otherwise, and requests an authorization in accordance with this application.
- 3) The Assignee or Transferee certifies that grant of this application would not cause the Assignee or Transferee to be in violation of any pertinent cross-ownership, attribution, or spectrum cap rule.*
- *If the applicant has sought a waiver of any such rule in connection with this application, it may make this certification subject to the outcome of the waiver request.
- 4) The Assignee or Transferee agrees to assume all obligations and abide by all conditions imposed on the Assignor or Transferor under the subject authorization(s), unless the Federal Communications Commission pursuant to a request made herein otherwise allows, except for liability for any act done by, or any right accured by, or any suit or proceeding had or commenced against the Assignor or Transferor prior to this assignment.
- 5) The Assignee or Transferee certifies that all statements made in this application and in the exhibits, attachments, or in documents incorporated by reference are material, are part of this application, and are true, complete, correct, and made in good faith.
- 6) The Assignee or Transferee certifies that neither it nor any other party to the application is subject to a denial of Federal benefits pursuant to Section 5301 of the Anti-Drug Abuse Act of 1998, 21 U.S.C § 862, because of a conviction for possession or distribution of a controlled substance. See Section 1.2002(b) of the rules, 47 CFR § 1.2002(b), for the definition of "party to the application" as used in this certification.
- 7) The applicant certifies that it either (1) has an updated Form 602 on file with the Commission, (2) is filing an updated Form 602 simultaneously with this application, or (3) is not required to file Form 602 under the Commission's Rules.

82) Typed or Printed Name of Party Authorized to Sign

First Name: Douglas	MI: I	Last Name: Brandon	Suffix:
83) Title: Vice President			
Signature: Douglas I Brandon		84) Date: 10/19/01	
WILLFUL FALSE STATEMENTS MADE IMPRISONMENT (U.S. Code, Title 18, So PERMIT (U.S. Code, Title 47, Section 31	ection 1001) AND/O	R REVOCATION OF ANY STATION L	CENSE OR CONSTRUCTIO

Authorizations To Be Assigned or Transferred

85) Call Sign	86) Radio Service	87) Location Number	88) Path Number (Microwave only)	89) Lower or Center Frequency (MHz)	90) Upper Frequency (MHz)	91) Constructed Yes / No
WPOK615	AL					Yes
WPOK616	AL					Yes
WPOK617	AL					Yes
WPOK618	AL					Yes
WPOK620	AL					Yes
WPOK624	AL					Yes
WPOK614	AL					Yes
WPOK640	AL					Yes
WPOK641	AL					Yes
WPOK646	AL					Yes
WPOK647	AL	:				Yes
WPOK649	AL					Yes
WPOK626	AL					Yes
WPOK629	AL					Yes
WPOK663	AL	•				Yes
WPOK650	AL	•				Yes
WPOK652	AL	•				Yes
WPOK656	AL	•				Yes
WPTJ404	AL	•				Yes
WPOK634	AL	•				Yes